

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

----- X	
GUY T. MITCHELL,	:
	:
Plaintiff,	:
	:
- against -	:
	:
CARBON CAPITAL II, INC.,	:
	:
Defendant.	:
	:
----- X	

Index No. 08 Civ. 4319 (JES)

Pursuant to Rule 7.1 of the Federal Rules of Civil Procedure, the undersigned counsel for Carbon Capital II, Inc. ("Carbon II") (nongovernmental corporate party) files this disclosure statement.

Carbon II is a private real estate debt fund incorporated in Maryland. It is managed by BlackRock Financial Management Inc., a subsidiary of BlackRock, Inc. ("Blackrock"). BlackRock is an investment management firm, whose shares are publicly traded on the New York Stock Exchange. Anthracite Capital, Inc. ("Anthracite"), a public company, owns 26.28% of Carbon II. Shares of Anthracite are publicly traded on the New York Stock Exchange.

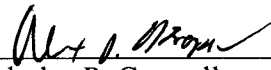
Merrill Lynch & Co., Inc. ("Merrill Lynch"), a public company, owns approximately 45.1% of the BlackRock's voting common stock and approximately 49.0% of BlackRock's capital stock. Shares of Merrill Lynch are publicly traded on the New York Stock Exchange. The PNC Financial Services Group, Inc. ("PNC"), a public company, owns

approximately 33.5% of BlackRock's capital stock. Shares of PNC are publicly traded on the New York Stock Exchange.

Dated: New York, New York
May 15, 2008

Respectfully submitted,

SIDLEY AUSTIN LLP

By: 

Nicholas P. Crowell
Isaac S. Greaney
Alex J. Kaplan
787 Seventh Avenue
New York, New York 10019
(212) 839-5300

Attorneys for Defendant Carbon Capital II, Inc.